

AGREEMENT

between, on the one hand,

1. **Hazel Tau**
2. **Nontsikelelo Patricia Zwedala**
3. **Sindiswa Godwana**
4. **Isaac Mthuthuzeli Skosana**
5. **Sr Susan Roberts**
6. **Dr William Nkhangweni Mmbara**
7. **Dr Steven Murray Andrews**
8. **Dr Willem Daniël Francois Venter**
9. **The Congress of South African Trade Unions (“COSATU”)**
10. **The Chemical, Energy, Paper, Printing, Wood and Allied Workers’ Union**
11. **The Treatment Action Campaign (“the TAC”)**
12. **The AIDS Consortium**

(together “the Complainants”)

and, on the other hand,

1. **Boehringer Ingelheim (Proprietary) Limited,**
2. **Ingelheim Pharmaceuticals (Proprietary) Limited (“Ingelheim Pharmaceuticals”),**
3. **Boehringer Ingelheim GmbH,**
4. **Boehringer INGELHEIM Pharmaceuticals Inc,**
5. **Boehringer Ingelheim Pharma KG,**
6. **Boehringer Ingelheim International GmbH and**
7. **Dr Karl Thomae GmbH**

in regard to clause 4.6 (“clause 4.6”) of the settlement agreement (“the settlement agreement”) to be concluded between the said parties, an unsigned copy of which is annexed hereto marked “X”.

Subject to the settlement agreement being concluded, the parties hereby agree as follows:

1. Ingelheim Pharmaceuticals will deposit each of the documents referred to in clause 4.6 with the trustee referred to therein (“the Trustee”) by no later than 10 days after —
 - (a) conclusion of the settlement agreement in the case of the documents referred to in clause 4.6.1 and 4.6.3, and
 - (b) conclusion of the licence agreement in each case referred to in clause 4.6.2.

2. Any Complainant shall be entitled to have access to the documents deposited as aforesaid for the purpose of —
 - (a) ascertaining whether the settlement agreement has been complied with; and/or
 - (b) enforcing the settlement agreement by way of legal proceedings, or other legal proceedings arising out of the settlement agreement in which such Complainant is a party.

3. A Complainant —
 - (a) in having access to the documents deposited as aforesaid:
 - (i) shall have such access in person or through a person authorised in writing to represent her/him/it; and
 - (ii) may be accompanied by no more than two legal representatives, being persons duly admitted to practice in South Africa;
 - (b) shall be entitled to obtain a copy of the documents deposited as aforesaid only for the purpose referred to in 2(b).

4. The Trustee will allow the access referred to in 2 and 3(a) and/or the obtaining of a copy as referred to in 3(b), as the case may be, only in the event that a request therefor is made in writing by the Complainant and is accompanied by an affidavit by either the Chairperson of the TAC or the General Secretary of COSATU (or the person acting in such office, where applicable) certifying that in his/her opinion the access and/or obtaining of a copy requested is genuinely needed by the Complainant concerned for the purpose or purposes referred to in the request.

5. The Trustee will, upon receipt of a request duly made in terms of 4, and before acting upon it as provided in 4, give Ingelheim Pharmaceuticals 24 hours' notice of the request by written communication transmitted to fax number (011) _____ or to such other fax number as Ingelheim Pharmaceuticals may have furnished in writing to the Trustee for such purpose.

6. Any Complainant having access to or obtaining a copy of any document referred to in 1 pursuant to this agreement hereby undertakes to keep the contents of such document confidential, save as is strictly necessary to enable the Complainant and his/her/its legal representatives to ascertain whether the settlement agreement has been complied with and/or enforce the settlement agreement or engage in other legal proceedings as contemplated in 2(b), as the case may be.

Thus done and signed at

on

Witness:

**Signed on behalf of BOEHRINGER
INGELHEIM (PROPRIETARY) LIMITED
and INGELHEIM PHARMACEUTICALS
(PROPRIETARY) LIMITED by:**

Full name:

Full name:

Designation:

Signature:

Signature:

DULY AUTHORISED

Thus done and signed at
on

Witness:

**Signed on behalf of
BOEHRINGER INGELHEIM GmbH,
BOEHRINGER INGELHEIM
PHARMACEUTICALS INC,
BOEHRINGER INGELHEIM PHARMA KG,
BOEHRINGER INGELHEIM
INTERNATIONAL GmbH and
DR KARL THOMAE GmbH by:**

Full name:

Full name:

Designation:

Signature:

Signature:

DULY AUTHORISED

Thus done and signed at
on

Witness:

**Signed on behalf of the
complainants by:**

Full name:

Full name:

Designation:

Signature:

Signature:

DULY AUTHORISED